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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

LUTHER D. THOMAS, Clerk
By: [Signature] Deputy Clerk

IN RE: BELL SOUTH)	
CORPORATION SECURITIES)	CIVIL ACTION NO.
LITIGATION)	1-02-CV-2142-WBH

**MOTION TO EXCEED PAGE LIMIT FOR REPLY BRIEF IN SUPPORT
OF DEFENDANTS' MOTION TO DISMISS THE
CONSOLIDATED CLASS ACTION COMPLAINT**

COME NOW Defendants BellSouth Corporation, F. Duane Ackerman, Ronald M. Dykes, Reuben V. Anderson, James H. Blanchard, J. Hyatt Brown, Armando M. Codina, and Robin B. Smith (collectively, "Defendants"), and respectfully request that this Court grant Defendants permission to file a thirty (30) page Reply Brief in Support of Defendants' Motion to Dismiss the Consolidated Class Action Complaint. Plaintiffs do not oppose this request.

Pursuant to the Local Rules, parties are typically entitled to twenty-five (25) page briefs and a fifteen (15) page reply. Pursuant to a Consent Order filed on September 30, 2003 and signed by the Court on October 7, 2003, the page limitation for the primary briefs was doubled to fifty (50) pages, but the pages for the reply brief were not expanded proportionately to thirty (30) pages, but only to twenty (20) pages.

As the parties noted in the September 30, 2003 consent order, the Consolidated Complaint is 140 pages in length and has 328 separate number paragraphs. Defendants respectfully submit that expanding the permitted number of pages for the reply brief to thirty (30) pages is consistent with the overall goal of resolving disputes in an efficient manner. A proposed order is attached hereto as Exhibit A.

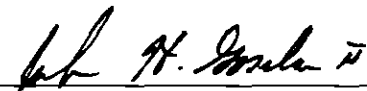
Respectfully submitted, this 28th day of January, 2004.

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EXHIBIT/ ATTACHMENT

A

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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

IN RE BELLSOUTH
CORPORATION SECURITIES
LITIGATION

*
* No. 1:02-CV-2142-WBH
*

**[PROPOSED] ORDER TO EXPAND
PAGE LIMITATIONS FOR REPLY BRIEF ON MOTION TO DISMISS**

For good cause shown, IT IS HEREBY ORDERED that Defendants may file a reply brief that shall not exceed thirty (30) pages.

SO ORDERED this _____ day of _____, 2004.

Willis B. Hunt
United States District Judge

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

IN RE: BELL SOUTH)	
CORPORATION SECURITIES)	CIVIL ACTION NO.
LITIGATION)	1-02-CV-2142-WBH
)	

CERTIFICATION OF COMPLIANCE WITH LR 5.1(B)

This certifies that the foregoing pleading was prepared using Times New Roman 14 point font in accordance with LR 5.1(B).

Dated this 28th day of January, 2004.



John H. Goselin II

